

THE
**DUNLAP
RULES**

MOTIVATIONAL LIFE LESSONS FROM AN AWARD-WINNING COLLEGE
FOOTBALL COACH AND THE INEXHAUSTIBLE WOMAN WHO INSPIRED HIM



FRED "TIGER" DUNLAP

"Coach Dunlap was an inspiration in the spirit of Vince Lombardi."

—MARK MURPHY, President and CEO, NFL Green Bay Packers

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ENDORSEMENTS

“In The Dunlap Rules, Fred’s personal story is instructive for others and he tells it in a thoughtful, humorous and memorable way. It’s obvious he surrounded himself with people who would commit themselves to a shared vision and he created organizational cultures that resulted in repeated success.”

—JAMES G. CARLSON, Former CEO,
Amerigroup Corporation

“Tiger Dunlap’s book is a wonderful collection of stories that collectively capture the special qualities of his parents and the transformative impact they have had on so many. The values of education, work ethic, discipline, loyalty, preparation, persistence, compassion, competitiveness, family, and love are evident throughout the book and will resonate with readers irrespective of their connection to Coach or the Dunlap family. I have long recognized and appreciated that my life, life path and life’s work were influenced substantially by Coach Dunlap; this reflective tribute compiled by Tiger captures the essence of why that impact was so meaningful and enduring for me and for many others. Nostalgia and humor aside, the takeaways are that living each day guided by values and principles, at home or at work, forms the foundation for a fulfilling and meaningful life, and a life that influences others by its example.”

—JOE STERRETT, Dean of Athletics,
Lehigh University, Lehigh class of 1976

P R E F A C E

BY DEFINITION, FRED DUNLAP ISN'T a celebrity, certainly by today's standards where everything gets magnified and exaggerated. By the media, by social networks, and by the voracious thirst our society has today for instant gratification. To quench this thirst, the media fixates on the superlative. The biggest. The greatest. The strongest. The most famous.

Size seems to matter today, doesn't it? And with that distraction toward the surreal and the emphatic, other things, very special things, can get lost or become obscured.

Most people don't know who Fred Dunlap is. His isn't a household name. Yet he was named "Man of the Year" by the prestigious Walter Camp Football Foundation. He shares that distinction with Hall of Fame NFL quarterbacks John Elway and Bob Griese, former NFL Commissioner Pete Rozelle, and Army's legendary fullback Doc Blanchard, who also received the award. This recognition was also bestowed on Coach Lou Holtz, Coach Don Shula, quarterback Roger Staubach and Congressman and presidential candidate Jack Kemp.

Now those are household names. They are famous. They are celebrities. But what then about Fred Dunlap? How did he end up in this

class? What did he do to warrant such an honor?

Fred Dunlap was a small college football coach. He is regarded in those circles as highly successful, turning teams around and leading a resurgence to prominence first at Lehigh University and then later at Colgate University.

Though these were small college programs, Fred Dunlap coached more than 25 athletes who were drafted or played in the NFL. All-Pro Mark Murphy played for Coach Dunlap at Colgate, preparing him for an eight-season career with the Washington Redskins. He succeeded Fred Dunlap as Colgate's athletic director after retiring from the NFL. Mark relied on Coach Dunlap first as a coach and later as a mentor as athletic director. Today, Mark is president and chief executive officer of the Green Bay Packers.

Fred Dunlap also mentored assistant coaches to become successful college and NFL coaches—among those, Chris Palmer, who was an assistant coach for a decade before beginning a successful 30-year career as an NFL coach, including being head coach of the Cleveland Browns.

To be certain, Fred Dunlap possesses outstanding credentials as both a coach and a mentor, but these are *not* the reasons he was selected “Man of the Year.” Instead, it was because of the *way* he did it—because of the unique leadership and motivational approaches he applied and the manner with which he positively influenced those around him. Nevertheless, he does not meet today's standards as being famous.

Fred's wife of 63 years, Marilyn Dunlap, is even less well known. However, she is highly regarded not simply for being Fred's spouse and a mother, but also for the *way* she did it, inspiring Fred, contributing to his career, helping his players in the classroom, and for representing Fred in the day-to-day effort of raising two children.

Fred and Marilyn Dunlap's *way* has been the singular reason why

their son has been successful in life. He absorbed their methods, their approaches and their values all wrapped up in what may be called The Dunlap Rules. And while those rules were demonstrated to him through the lens of his parents' sports career, he had a hunch those values and unique approaches would transfer effectively to the business world, where he made his career. It was where he competed, similarly to how his dad had competed on the football field.

With this in mind, he committed himself to applying these approaches as management techniques while moving up the corporate ladder. This led to sales achievements and then to management and leadership roles, and to becoming CEO of a large healthcare business—a company that was recently sold for more than \$2 billion.

Without a doubt, the son's success wasn't because of anything he did other than to implement special leadership and management approaches, ones bestowed on him by two people: the “Man of the Year” and an inexhaustible woman who is as unique as he is.

The reason I know this is because I am their son, the one so impacted by *my parents' ways*. This book examines their unique style and explains how their approach can lead to winning in sports and in business. And in parenting and in dealing with the pressures life presents.

So, come take the journey with me and listen to the story of Fred and Marilyn Dunlap, admired and respected by all those who know them. Reap the benefits of The Dunlap Rules, approaches that caused a true revolution in my life and ones that may be motivational in yours, as well.

—FRED “TIGER” DUNLAP

A Knack for Turnarounds

IN SEPTEMBER 1996, I ARRIVED for work in Orlando. My family wouldn't be moving until the following January. I used the time alone there to throw myself head-first into the business. Every waking hour was spent working on the problems with the Florida markets.

United had a business presence in Tampa, Orlando, and Jacksonville and an even bigger one in south Florida. The managers of those operations were all a bit skittish over the arrival of their new boss. That was not surprising because the Florida company was losing money every day due to bad contracts, mispriced business, and inefficient operations. Bad contracts were ones where commitments were made to deliver services the company couldn't practically provide. Mispriced business was where the prices charged were lower than the cost of delivering the service, causing the company to lose money. Inefficient operations meant that we hadn't integrated United and MetraHealth back-office activities. With both company offices still active, we had multiple teams doing the same work. This was costly and led to confusion with our customers.

Further complicating things, we had a blended sales force made up of people from both companies. Because the integration had never really taken place in a proper way (management hadn't yet finalized the assignments to certain brokers and consultants), people were undercutting each other as they competed for sales leads and sales sources. It was a volatile situation.

There was one other dynamic trumping all of these issues. The company was in trouble with the Florida Insurance Regulator. United was a healthcare company, but our method of delivering services was through an insurance product where our corporate customers

purchased a group insurance product covering their employees and their dependents. Through this insurance product, United Healthcare managed the healthcare needs of the insured employees and dependents.

Group insurance is a heavily regulated industry and to be gainfully in business, the state's financial and legal requirements must be met. When I arrived in Orlando, we had 62 products offered across the state of Florida, and 54 of them were out of compliance with regulations. The State Insurance Commissioner was threatening to shut us down.

Jim Carlson had braced me for these problems when he offered me the job. But as clear as he was with me about the concerns, my employees in Florida were equally oblivious to the problems. They were fixated only on protecting their positions in the internal company turf war.

Immediately upon arrival, I realized the Florida United job would be a real challenge. I was sure of that by the second week, as I sat in my hotel room one night and assessed the multitude of problems. I thought about my past work experiences and the challenges I'd faced before. And then it dawned on me that all of my past jobs were challenging. All the companies had needed fixing. And they all had needed a revitalization of their culture.

I had worked in many jobs to this point in my career and had many different titles, but the common denominator was an obvious one. I had become a "turnaround expert," a re-builder, just as Dad had rebuilt the football programs at Lehigh and Colgate. We were both turnaround guys. What he did in sports, I was doing in business.

The turnaround skill was to quickly fix a division or department that was not performing in the way the bosses wanted. Maybe it was a business that couldn't seem to grow or was losing money, but before the owners decided to sell it or shut it down, they made one last attempt

to fix it. I had become the fixer, the guy they handed it to. I then was the guy who inherited the dying dog of a business, the guy who'd try to breathe some life into it and save it from demise.

Who was I, really? My job titles over the years had changed, but basically, with every job, I was "Vice President of Screwed-Up Things." In each situation, I employed the methods and approaches I had learned from my father. Those methods had worked for Dad and they were working for me.

As I sat in the hotel room one night in Orlando, I reflected on my batting average on reviving troubled businesses, and it was pretty good. I went to sleep that night with a mixture of thoughts. I was troubled by the extent of complicated problems facing me in Florida. But I was comforted by the knowledge that I had dealt with tough situations before. And like I did in those cases, I would just need to persevere in Florida in the same way.

The Task of a Turnaround Pro

"SO, FRED, WHAT EXACTLY IS it that you do?"

I have been confronted with this question countless times. At cocktail parties, at my kids' school functions, at my daughter's dance recitals, and by the neighbors down the street.

Over the years, I have tried many ways to explain what a turnaround guy is and what a turnaround guy does, but the look of confusion on people's faces told me I wasn't describing my working world very well.

I was at a party one time and a buddy asked this question of me. He was a businessman, and he knew I was a businessman, so he was a bit embarrassed that he had to ask. But he also sensed that the work

I did was quite different from conventional business (whatever that is). When my friend posed the same question, I suddenly found the metaphor best describing what I did.

“Well, Mark,” I said to my friend, “the businesses I get assigned aren’t the best.” Conjuring up some suitable visuals, I said, “They aren’t the prettiest girls at the dance and they aren’t the first boys picked for the softball team.” Then the best descriptive hit me.

“Mark, imagine you and I are attending a college basketball game. We have good seats, center court. We haven’t seen each other for a while and we are catching up on things while we watch the first half.” Mark nodded politely, wondering how in blazes this had anything to do with his question.

“While we are talking,” I said, “the home team is getting beaten badly in the first half. It’s almost over, and they are already trailing by 20 points.”

Mark nodded again. “At halftime,” I continued, “the teams head to their respective locker rooms. The cheerleaders take the court, ready to entertain the home crowd—a crowd which hasn’t found the first half to be very entertaining.

“Now,” I said, “You and I are hanging out in our seats, eating popcorn and all of a sudden, some guy approaches us and interrupts our conversation.” I pause. “He looks at me and introduces himself as the athletic director of the home team’s school. He informs us he has just fired the head basketball coach and he wants me to take the job.” Mark was now probably regretting he asked his question altogether. “I accept and the AD tells me that my job is to rally the team, somehow find a way to recover the deficit in the second half and miraculously win the game. He hands me the coaching whistle and wishes me good luck.”

I looked Mark square in the eye and added, “So now I am the coach

of a team that's behind by 20 points and I have only a 20-minute half to find a solution."

Next I asked Mark rhetorically, "So to be successful, what would I need to do?" I answered my own question: "First, I would immediately leave you sitting here eating popcorn and hurry to my team's locker room. On the way there, I would try to recall any impressions I had about the first half."

Looking at him, I said, "In spite of your distracting stories, Mark, I did notice a few players who looked promising. But my lasting impression from the first half was that this team lacks talent, isn't playing well together, and are playing a formidable opponent."

Mark's face indicated he was still with me. "When I get to the locker room," I said, "I need to quickly assess the talent and determine my starting lineup for the second half. It may be that I will need to remove some players and I may even ask some to play other positions. And any of those players might not like my decisions."

"Okay, sounds good," Mark commented.

"But this all needs to be done with split-second speed," I continued, "because the second half is starting soon."

"Next I need to evaluate the team's plays," I said, "and figure out which ones are worth keeping. Also, as a somewhat knowledgeable guy about basketball, there are a few plays that have always proven to be helpful, so I quickly need to teach those to the starting lineup."

"Makes sense," Mark commented. He now wished he had asked a question about bass fishing.

"I am nearly out of time before the start of the second half. I have a brief moment to assess the overall situation. We are behind by 20 points and have only a 20-minute second half to recover the deficit."

"In order to save the day, I would need to run a full-court press

defense for the entire second half. We would need to play aggressively at all times, but we'd need to avoid causing any unnecessary fouls. We would need to avoid turnovers and I would have to use my time-outs efficiently. We would need to make every free throw and hit a very high percentage of our field goal attempts. And above all, we would need to play well together as a team, with energy and tenacity.”

Mark's neck was probably sore from nodding. “If we were able to somehow do all of those things with perfect precision,” I said proudly, “we could recover the 20-point deficit and win the game.”

Again, I looked at him and said. “Mark, that's what I do for a living as a turnaround guy!”

What Makes a Great Manager?

I HAD NEVER ABANDONED THE “I would never” tapes I compiled during my first few jobs. I routinely listened to the thoughts I had then on how “not to manage” and tried to learn from them.

During my business career, I had many bosses. Like Dad had done in the 1950s and early '60s, I observed my authorities closely, picking up on their effective approaches and noting those approaches I would never replicate.

Those approaches were management styles and methods. They were ways of dealing with people.

When Dad gave his speech at the Walter Camp Foundation after having been named “Man of the Year,” he referred to people as being his commodity. He contrasted that to businessmen who, he believed, worked with commodities of steel or plastics or chemicals. Given that I was a businessman, I suppose Dad would have suggested that my commodity was healthcare.

I think my father was wrong about that.

In each business situation I encountered, there were different problems and different challenges. None were identical; each required unique steps to resolve them. But the approach to solving each problem relied on the same management methods. It was about ways to relate to people, individually and collectively. People were my commodity, too, in the best sense of the word. And if the managers in steel and plastics companies were doing their jobs well, I think they would say their commodity was people, as well.

The tenets for building a winning business culture include excerpts from the Dunlap Rules:

Building Trust—Dad talked about the “little things taking care of the big things.” The little things were all about building trust and building commitment. It’s not about giving a great speech or making a great transaction happen. It’s about the way a manager conducts himself or herself each day. That consistency creates a sense of nucleus across an entire organization whether it’s 80 football players or 4,000 healthcare workers in Florida.

Being Unselfish—Dad said, “Leaders have to be willing to give to their people unselfishly. They need to commit themselves fully to their people with energy, intensity, enthusiasm and a genuine interest.” In the Army, Captain Morgan made a lasting impression on Dad because he showed an interest in his people and let them get to know him. By doing so, his people became committed to him more emotionally, triggering their willingness to work hard for the captain.

The Value of Emotion—Does emotion have a place in business? I have always thought so. Emotion certainly plays a huge role in sports, bringing out the best performances. And since my

commodity was people, too, I made a leap to assume that if I could get people to commit their emotion to their work, it would bring out their best performances. I found that to be true in Philadelphia and especially in Phoenix, where it became undeniably clear each day at 5:30 a.m. I saw the excitement in the eyes of my salespeople as they realized they had a boss who cared about them.

Willingness to Invest in People—Great managers have limitless borders. They don't define their role by the job description of their position. Instead they assess their people's needs and are willing to step in and help, providing mentoring, no matter how unglamorous the work is. Their presence with their people provides wisdom and tutelage, but most critically, it shows they care.

I mentioned that I had a very close-knit group in the Specialty Companies in Minnesota. But I didn't mention what caused us to be so close. When I got there, a number of issues needed to be addressed, and it's fair to say that many people weren't properly trained for their positions. To eradicate the problems and identify weaknesses in personnel, I had to dive deep into the organization and make assessments. Management and the line-level employees were shocked that I would engage with them so openly. They had never had a CEO who was willing to get directly involved.

Immersing myself in the most granular levels of the business, they marveled that I showed such concern and in turn, were pleased to educate me on issues that needed to be resolved. More amazing to me, the management folks and line-level employees were flattered that someone at my level would show a genuine interest in them as people, not just as employees.

Experience has shown me that most senior executives really like

being senior executives, meaning they like not having to get into the guts of the business anymore. They rationalize that since they had worked hard to achieve senior executive status, the last thing they are going to do, now that they are a big shot, is go back into the bowels of the business, thinking: “I spent years doing the shit work, and now that I’m in the corner office, I ain’t going back!”

Such a state of mind is why many top executives are referred to as “sitting in the ivory tower.” Doesn’t that sound isolated? Doesn’t it sound exclusionary?

Most people at some point have worked for somebody who did just that. When bosses delegate the shit work to those under them, they lose a huge opportunity to know their people and to get them engaged.

Why? Because when people feel ignored or are made to feel inferior, they become disillusioned and detached. They don’t care as much.

Over the first 20 years of my life, I watched Mom and Dad live their adult lives by being willing to dive in and help, to coach and mentor, to lead by example and to invest in people to help them get better. In so doing, they got to know the people around them and they allowed those people to know them. The result of that philosophy was that it engendered strong loyalty and lasting commitment. People wanted to be part of what Mom and Dad were creating and those people were then willing to extend themselves emotionally and physically to the cause.

My parents were always firm in their convictions. They always had high expectations and they demanded excellence from those around them. They weren’t easy bosses. But amid those lofty requirements, they cared about people and they were committed to help them become great.

During each of my management assignments, I followed their

recipe, the lessons learned from my early upbringing. It was not a common recipe in business, which, in turn, made it another point of differentiation.

Since my first management assignment, I employed these same approaches in many different companies and businesses. Through all of those varied situations, I've noticed one thing that has been common in every experience where I have led an organization: If you are honest, sincere and open with people about good news or bad news, you can capture their attention and get into their minds, because they become willing to trust you. And if you show a personal interest in them and help them improve, they will become committed to what you are trying to accomplish. If you reinforce that by helping to remove other roadblocks that are thwarting their ability to be at their best, they respect you, and you can get into their hearts. If you can get into their minds and hearts, people will begin to care more deeply. They will become emotionally connected and committed to the cause.

Finally, if people truly care, they can do amazing things. They will find in themselves a level of performance unknown to them before. And while they are astounded and proud of their loftier accomplishments, their satisfaction will not be only with themselves, but it will be shared and mixed with those around them...because they feel like they are part of a team...because they feel like they are part of something bigger.

Doing all of that for employees seems like a lot of work, doesn't it? Who has time for all of that? That is exactly my point. Very few leaders make the effort to extend themselves that way: they don't walk the talk. Sadly, they miss the opportunity to motivate and they aren't able to connect with their people emotionally. They squander an opportunity to create a special experience and a special closeness with people.

I have found, time after time, that there is the potential for greatness in every employee. The problem is that most employees have become deflated by the “Ivory Tower syndrome,” which depletes their willingness to extend themselves emotionally for a cause. That potential for greatness exists in all people but it takes the right surgeon to extract it from within and bring it to life.

Yes, it’s true, I had ambitions to become a CEO long before I became one. Underlying that was my curiosity and desire to test Dad’s formula. I wanted to create an environment that was conducive for success using the same principles he used in sports, but infusing them into business. If the truth be known, while my title was a CEO, I never really thought of myself as a CEO. I thought I was just a guy who was working hard to help other people have more fulfilling work experiences. Sure, given my authority level, my decisions had greater consequences, but what I loved most was spending time with people, no matter what their pay grade, getting to know what they needed and then trying to help them get it. I wanted to know them and I wanted them to know me.

I had my share of bad bosses and I used the “I would never” tapes to document their foibles. I had some great bosses, too. And the defining element for the best bosses was their willingness to engage in the business and with the people. Two of the best were Dave Devereaux and Jim Carlson.

Dave was CIGNA’s regional president when I worked in Arizona. He was deeply knowledgeable of the business, and he showed a constant willingness to dig in and help resolve issues.

A high-energy person, Dave had an insatiable desire to problem-solve in order to help his people have an improved work environment. He was also a risk-taker—it came to him naturally, because he had a strong command of the business. He took a risk hiring me in 1990, and

he took a bigger risk by promoting me to the top regional sales job a year later. I was 32 years old and the other three senior VPs were in their late 40s or early 50s. It would have been much safer for Dave to appoint a veteran or a CIGNA employee to the position, but he took a chance and picked me.

In 1994, Dave was also instrumental in introducing me to the people at United Healthcare. He convinced them that I had the potential to make the transition from sales to CEO. For all of these reasons, I am indebted to Dave Devereaux.

Jim Carlson was my boss when I worked in Florida, and as noted, the United Healthcare Florida company turned out to be a bigger mess than either of us expected. We had to make some drastic decisions to save that business, including significant personnel and product changes. Without Jim's support, we never would have been able to make the progress we made especially in such a short time. My problems in Florida weren't Jim's only problems—there were many issues in other regions of the company, as well. He had a massive job responsibility with many other distractions but somehow found a way to be available to me whenever I needed his help.

Jim was a passionate person and a dedicated advocate for his employees and managers. As strong a leader as he was, he was also very compassionate, and perhaps best of all, a good listener. He almost played the role of a therapist for me when the pressures were extreme.

Complicating the challenge of turning around the Florida operation, another problem emerged shortly after I arrived in Orlando. The United Healthcare division in Puerto Rico began losing business and losing money. The problems in Puerto Rico made the issues in Florida look easy. With this development, Jim called and asked me to take that operation over at once, and run Florida and Puerto Rico

simultaneously.

On that beautiful island, we discovered fraud and graft stemming all the way to the top government officials. Predictably, my arrival there was not appreciated by local officials. As I systematically identified costs that were really conduits for bribes and political contributions, those sources of funds were shut down. In response to my actions, calls filtered into my Florida office and my home threatening physical harm if I were ever to return to the island.

Those threats didn't deter me and I continued to travel to San Juan. However, upon hearing of the threats, Jim Carlson immediately employed an armed bodyguard who accompanied me when I traveled to Puerto Rico. My security guard was an ex-FBI agent who served as my cab driver, office assistant, and hotel companion. No matter where I went in Puerto Rico, he flanked me.

This degree of threat was highly irregular for our industry and something Jim and I would not soon forget. Hiring a gun-carrying bodyguard 24/7 was very expensive, and not a typical United Health-care expense. But there was nothing typical about Jim Carlson. He knew I was working in a dangerous environment and, like always, Jim had my back.

Both Dave and Jim are giving people—they were leaders and mentors to me. During difficult times, they were both patient with company progress and cool in a crisis.

Most importantly, when we required extraordinary help, they were willing to drop everything to provide the troops the reinforcements needed.

I was lucky to have worked with them. Their influence impacted greatly how I developed as a leader.

ABOUT THE AUTHOR

THE SON OF MARILYN AND FRED DUNLAP, Fred “Tiger” Dunlap played football for his father and graduated from Colgate University before entering the business world. Believing others may learn valuable lessons from his two special parents, he was inspired to write this book.

After working for Fortune 500 companies, Mr. Dunlap ventured into the private equity world, where he served in senior leadership positions with several companies, ultimately serving as CEO of XL-Health Corporation, which was sold to UnitedHealth Group in 2012.

While his CEO days are over, he continues to pursue private equity ventures as an investor. He also dedicates significant time mentoring young people by, among other things, sharing with them *The Dunlap Rules*. This is his first book, a gift to parents who are totally responsible for the good fortune he has enjoyed.

Mr. Dunlap is married and is the father of three children.

LEARN MORE:

- To get your copy of *The Dunlap Rules* and the latest updates, please visit DunlapRules.com.
- You can learn more and connect with Fred at FredDunlap.com.